IN THE UNITED STATES DISTRICT COURT FOR THE EASTERN DISTRICT OF NEW YORK

PHOENIX BEVERAGES, INC., et al.,

Plaintiffs,

-against-

EXXON MOBIL CORPORATION, et al.,

Defendants.

EXXON MOBIL CORPORATION,

Third-Party Plaintiff,

-against-

ACE WASTE OIL, INC., et al.,

Third-Party Defendants.

Case No. 1:12-CV-03771 (PKC) (JO)

ANSWER TO
THIRD-PARTY DEFENDANT
NL INDUSTRIES, INC.'S
COUNTERCLAIM AGAINST
DEFENDANT/THIRD-PARTY PLAINTIFF
EXXON MOBIL CORPORATION

Defendant/third-party plaintiff Exxon Mobil Corporation ("ExxonMobil") by its attorneys as and for its answer to the counterclaim ("Counterclaim") of third-party defendant NL Industries, Inc. or "Third-Party Defendant", states as follows:

- 1. The allegations contained in Count I of the Counterclaim state legal conclusions to which no responsive pleading is required. Moreover, to the extent the allegations refer to various statutes, such statutes speak for themselves. To the extent an answer is required, ExxonMobil denies the allegations contained in Count I of the Counterclaim.
- 2. The allegations contained in Count II of the Counterclaim state legal conclusions to which no responsive pleading is required. Moreover, to the extent the allegations refer

to various statutes, such statutes speak for themselves. To the extent an answer is required,

ExxonMobil denies the allegations contained in Count II of the Counterclaim.

AFFIRMATIVE DEFENSES

ExxonMobil adopts and incorporates by reference the affirmative defenses pleaded in its

Answer to the Complaint and incorporates by reference the affirmative defenses pleaded by all other

parties.

WHEREFORE, ExxonMobil demands judgment against NL INDUSTRIES, INC. as

follows:

dismissing NL INDUSTRIES, INC.'S Counterclaim; a)

awarding ExxonMobil its reasonable attorneys' fees; b)

c) awarding ExxonMobil its cost of suit; and

d) such other relief as the Court shall deem just and equitable.

Dated: November 8, 2013

New York, New York

MCCUSKER, ANSELMI, ROSEN & CARVELLI

By:

/s/ Andrew E. Anselmi

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